

1. Chrysler is a customer of Delphi pursuant to numerous purchase orders and contracts. Delphi provides automotive parts and components to Chrysler thereunder.

2. As part of the sale of its interiors and closures business, Delphi seeks to assume and/or assign numerous executory contracts as set forth in its Notice of Assumption and/or Assignment of Executory contracts dated November 16, 2007, including certain purchase orders and agreements with Chrysler, as identified in Exhibit 1 of the Notice (the "Chrysler Agreements").

3. Given that the Notice was filed Friday evening November 16, and that certain employees of Chrysler were unavailable during the holiday week, Chrysler has been unable to determine

states as follows:

Chrysler LLC, formerly DaimlerChrysler Corporation ("Chrysler"), through its undersigned attorneys, objects to the Debtors' Assumption and/or Assignment of certain executory contracts between Chrysler and Delphi Corporation and certain of its affiliates (collectively "Delphi") in connection with the sale of its interiors and closures business, and

**OBJECTION OF CHRYSLER LLC TO ASSUMPTION AND/OR ASSIGNMENT OF  
CONTRACTS IN CONNECTION WITH THE SALE OF DEBTORS' INTERIORS AND  
CLOSURES BUSINESS**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

DELPHI CORPORATION, et al.,

Debtors.

-----X

Chapter 11

Case no. 05-44481-RDD

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Dated: November 23, 2007

Counsel to Chrysler LLC

Jay Selanders  
/s/ Jay Selanders  
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KUTAK ROCK LLP

Respectfully submitted,

whether the Chrysler Agreements listed by Delphi constitute all of the agreements setting forth the relationship between the parties as to the interiors and closures business. Further, Chrysler has also been unable to determine whether there are any defaults or cure amounts that need to be addressed with regard to the Chrysler Agreements.

4. Until Chrysler can determine the totality of the agreements governing its relationship with Delphi as to the interiors and closure business, and whether or not any defaults exist or cures are required, Chrysler must object to the assumption and assignment of the Chrysler Agreements.

5. Likewise, Chrysler must object to the approval of the sale of Delphi's interiors and closure business until such time as the issues with the Chrysler Agreements are resolved.

Wherefore, Chrysler objects to the assumption and/or assignment of the Chrysler Agreements, objects to the approval of the sale of Delphi's Interior and Closures Business, and respectfully requests that the Court deny the relief requested by the Debtor.

Skadden, Arps, Slate, Meagher & Flom Attn: Ron Meisler and Brian Fern 333 West Wacker Drive Suite 2100 Chicago, Illinois 60606	Delphi Automotive Systems LLC Attn: Legal Staff 5725 Delphi Drive Troy, Michigan 48098
Davis Polk & Wardel Attn: Donald Bernstein and Brian Resnick 450 Lexington Avenue New York, New York 10017	Delphi Corporation Attn: Deputy General Counsel Transactions and Restructuring 5725 Delphi Drive Troy, Michigan 48098
Fried, Frank, Harris, Shriver & Jacobson LLP Attn: Bonnie Steingart One New York Plaza New York, New York 10004	Latham & Watkins LLP Attn: Robert S. Rosenberg and Mark A. Broude 885 Third Avenue New York, New York 10022
Cadwalader, Wickersham & Taft LLP One World Financial Center New York, New York 10281	Offices of the US Trustee for the Southern District of New York Attn: Alicia M. Leonhard 33 Whitehall Street, Suite 2100 New York, New York 10004

Via Overnight Delivery

SERVICE LIST

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/s/ Jay N. Selanders

I hereby certify that on the 23rd day of November, 2007, I filed the above pleading electronically with the United States Bankruptcy Court for the Southern District of New York, which will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. Parties may access this filing through the Court's electronic filing system. The parties on the Service List below were served at the addresses set forth herein as indicated by overnight delivery.

Certificate of Service